

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

<hr style="border: 0.5px solid black;"/> In re: STRUDEL HOLDINGS LLC and AVR AH LLC, <div style="text-align: right;">Debtors.¹</div> <hr style="border: 0.5px solid black;"/>	§ § § § § § § § §	Chapter 11 Case No. 23-90757 (CML) (Jointly Administered)
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**SIXTH MONTHLY FEE STATEMENT OF PORTER HEDGES LLP, AS BANKRUPTCY
COUNSEL FOR THE DEBTORS AND DEBTORS-IN-POSSESSION, FOR ALLOWANCE
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD FROM
JANUARY 1, 2024 THROUGH JANUARY 31, 2024**

Name of Applicant:	Porter Hedges LLP, as Bankruptcy Counsel for the Debtors and Debtors-In-Possession
Date of Retention Order:	September 27, 2023 (Doc. No. 164)
Period for which Fees and Expenses are Incurred:	January 1, 2024 through and including January 31, 2024
Interim Fees Incurred:	\$125,313.50
Interim Payment of Fees Requested (80%):	\$100,250.80
Interim Expenses Incurred:	\$266.17
Total Fees and Expenses Due:	\$100,516.97

This is the Sixth Monthly Fee Statement.

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: AVR AH LLC (0148) and Strudel Holdings LLC (5426). The Debtors' service address is: PO Box 4068, Aspen, CO 91612.

Porter Hedges LLP (“Porter Hedges”), as Bankruptcy Counsel for the Debtors and Debtors-In-Possession (the “Debtors’ Counsel”) submits this Fifth Monthly Fee Statement (the “Fee Statement”) for the period from January 1, 2024 through January 31, 2024 (the “Application Period”) in accordance with the Order Granting Debtors’ Motion for an Order Under 11 U.S.C. §§ 105(A) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals [Docket No. 142] (the “Interim Compensation Order”).

Porter Hedges requests compensation for professional services rendered in the amount of \$125,313.50 (the “Fees”), and for reimbursement of out-of-pocket expenses incurred in the amount of \$266.17 (the “Expenses”), for the period from January 1, 2024 through January 31, 2024. Eighty percent (80%) of the fees equals \$100,250.80 and one hundred percent (100%) of the Expenses equals \$266.17 for a total requested amount of \$100,516.97.

Summaries of the calculations for these fees by project category and expenses are attached hereto as **Exhibit 1** and **Exhibit 2**, respectively. A summary of the time expended by Porter Hedges attorneys and support staff, together with their respective hourly rates, is attached hereto as **Exhibit 3**. Porter Hedges’ invoices for the Application Period is attached hereto as **Exhibit 4**.

WHEREFORE, Porter Hedges respectfully requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of eighty percent (80%) of the compensation sought, in the amount of \$100,250.80 and reimbursement of one hundred percent (100%) of expenses incurred in the amount of \$266.17 in the total amount of \$100,516.97.

Dated: February 9, 2023
Houston, Texas

PORTER HEDGES LLP

By: /s/ Joshua W. Wolfshohl
Joshua W. Wolfshohl (TX Bar No. 24038592)
Aaron J. Power (TX Bar No. 24058058)
Michael B. Dearman (TX Bar No. 24116270)
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**COUNSEL FOR DEBTORS
AND DEBTORS IN POSSESSION**

CERTIFICATE OF SERVICE

This will certify that a true and correct copy of the foregoing document was forwarded by electronic transmission to all registered ECF users appearing in the case on February 9, 2024.

/s/ Joshua W. Wolfshohl
Joshua W. Wolfshohl

EXHIBIT 1**SUMMARY OF TIME EXPENDED BY PROJECT CATEGORY**

Project Category	Total Hours	Total Fees Requested
Case Administration	.60	207.00
Asset Disposition	129.50	99,661.50
Claims Administration and Objections	0.00	0.00
Asset Analysis/Recovery	0.00	0.00
Adversary Proceedings/Litigation	.50	280.50
Business Operations	0.00	0.00
Fee/Employment Applications	13.80	9,363.00
Financing/Cash Collateral	13.90	11,370.50
Meetings and Communications with Creditors	0.00	0.00
Relief from Stay/Adequate Protection	0.00	0.00
Assumption/Rejection of Leases and Contracts	0.00	0.00
Hearings	3.10	1,321.50
Plan and Disclosure Statement	4.10	2,584.50
Reporting	1.00	525.00
TOTAL	166.50	125,313.50

EXHIBIT 2

SUMMARY OF OUT-OF-POCKET EXPENSES

Expenses	Cost
Computer Assisted Legal Research	207.55
Delivery Service	58.62
TOTAL	\$ 266.17

EXHIBIT 3**SUMMARY OF TIME EXPENDED BY ATTORNEYS AND SUPPORT STAFF**

Professional	Hourly Rate	Total Hours
Joshua W. Wolfshohl	\$875.00	69.00
Heather K. Hatfield	\$800.00	0.00
Aaron J. Power	\$795.00	59.50
Anders T. C. Gibson	\$725.00	0.00
Michael B. Dearman	\$565.00	0.00
Jordan T. Stevens	\$550.00	0.00
Charles C. McGee	\$545.00	10.50
Kenesha L. Starling	\$525.00	6.60
Carey A. Sakert	\$445.00	12.20
Mitzie L. Webb	\$405.00	.30
Eliana Garfias	\$345.00	8.40
TOTAL		166.50

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JOSHUA W. WOLFSTOHL

AVR AH LLC AND STRUDEL HOLDINGS LLC
CORPORATE RECOVERY SERVICES
ATTN: DOUG BRICKLEY

TAX ID# 74-2174193

Case Administration

Invoice Summary

Professional Services	\$207.00
Disbursements	266.17
	<hr/>
Total Current Invoice	\$473.17
TOTAL AMOUNT DUE	<u><u>\$473.17</u></u>

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For professional services rendered and related expenses incurred in the above-referenced matter through January 2024, as follows:

Date	Tkpr	Description	Hours	Amount
01/02/24	EG	Review docket updates for upcoming deadlines and scheduled hearings.	0.20	69.00
01/12/24	EG	Attention to docketing of scheduled depositions.	0.20	69.00
01/16/24	EG	Review docket updates for scheduled hearings and upcoming deadlines.	0.20	69.00
Total Services			0.60	\$207.00

Timekeeper Summary

<u>Attorney/Legal Assistant</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
EG Eliana Garfias	Paralegal	0.60	345.00	207.00

Disbursements Summary

Description	Value
Computer Assisted Legal Research	207.55
Delivery Service	58.62
Total Disbursements	\$266.17

Invoice Total	\$473.17
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AVR AH LLC AND STRUDEL HOLDINGS LLC
CORPORATE RECOVERY SERVICES
ATTN: DOUG BRICKLEY

TAX ID# 74-2174193

Asset Disposition

Invoice Summary

Professional Services	\$99,661.50
Disbursements	0.00
	<hr/>
Total Current Invoice	\$99,661.50
 TOTAL AMOUNT DUE	 <u><u>\$99,661.50</u></u>

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For professional services rendered and related expenses incurred in the above-referenced matter through January 2024, as follows:

Date	Tkpr	Description	Hours	Amount
01/02/24	CCM	Correspondence with opposing counsel regarding new closing docs and closing procedure.	0.20	109.00
01/02/24	AJP	Attention to emails regarding status of KYC for escrow account (.3); review lenders' response to Fleegeer's emergency motion (.3); review PSA and lenders' argument regarding right to proxy vote at HOA meeting (.3); review draft escrow agreement (.2); calls with J. Wolfshohl and D. Brickley regarding issues related to closing and pending motion filed by Fleegeer (.6); call with M. Warner regarding potential settlement discussion and email D. Brickley summary of same (.3); review ComputerShare comments to escrow agreement and circulate comments (.1).	2.10	1,669.50
01/02/24	JWW	Several emails with Orrick and CRO regarding sale timeline and closing documents (1.0); conference with D. Brickley and A. Power regarding same (1.2); review notice of hearing and emails regarding same (.2).	2.40	2,100.00
01/03/24	AJP	Call with J. Wolfshohl and D. Brickley regarding strategy for status conference (.5); review Fleegeer's response in support of emergency motion (.1); attention to emails regarding structure of proposed escrow agreement (.1); call with J. Wolfshohl regarding preparation and strategy for status conference on Fleegeer's emergency motion (.3); attend emergency status conference on Fleegeer motion (1.4).	2.40	1,908.00

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Date	Tkpr	Description	Hours	Amount
01/03/24	JWW	Meet with A. Power and conferences with D. Brickley regarding hearing on motion to reconsider (.5); review motion and response in preparation for hearing (.2); conference with T. Davidson and J. Rovira regarding same (.6); meet with A. Power (.2); conference with A. Power and D. Brickley regarding hearing and status of sale documents (.5); conference with P. Hughes (.4); prepare for and attend hearing (2.0); follow-up call with J. Rovira (.2); conferences with D. Brickley regarding sale status and DIP funding (.5); conference with L. Metzger regarding same (.6); conference and emails with J. Sparacino regarding same (.5); conference with A. Power regarding next steps with sale (.2).	6.40	5,600.00
01/04/24	CCM	Correspondence with title company regarding closing docs (.1); correspondence with A. Power and buyer's counsel regarding closing (.1).	0.20	109.00
01/04/24	AJP	Attention to emails regarding status of closing documents.	0.20	159.00
01/05/24	CAS	Email communications with A. Power, J. Wolfshohl, and with K. Haass (CIO) regarding collection of internal PH email in anticipation of discovery requests.	0.30	133.50
01/05/24	AJP	Review lenders' letter response in advance of hearing (.2); several conferences with J. Wolfshohl regarding strategy for hearing (.5); attention to emails regarding revisions to second amendment and escrow agreement (.3); attention to emails regarding KYC issues (.2); conference with D. Brickley and J. Wolfshohl after the hearing on next steps (.2); begin working with C. Sakert on PH document collection for discovery related to first amendment (1.0).	2.40	1,908.00

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Date	Tkpr	Description	Hours	Amount
01/05/24	JWW	Review pleadings in preparation for hearing on motion to reconsider (.8); meet with A. Power regarding same and finalizing sale issues and Second Amendment (.5); review Second Amendment and emails with Orrick regarding same (.3); conference call with L. Metzger regarding hearing (.4); attend hearing (1.9); conference with J. Rovira regarding sale and DIP issues (.3).	4.20	3,675.00
01/08/24	CCM	Correspondence with title company regarding closing documents.	0.20	109.00
01/08/24	CAS	Continued email communications with A. Power, J. Wolfshohl, and with K. Haass (CIO) regarding collection of internal PH email.	0.20	89.00
01/08/24	AJP	Attention to emails regarding document collection for anticipated discovery requests.	0.20	159.00
01/08/24	JWW	Emails with D. Brickley and A. Power regarding next steps in sale process (.2); conference call regarding same and discovery/budgetary issues related to sale (.6); follow-up emails with counsel for DIP Lender (.2); review budget for sale transaction closing and provide comments to same (.2); emails with C. McGee regarding remaining open issues for sale with Lenders (.2).	1.40	1,225.00
01/09/24	KLS	Prepare initial draft of Debtors' Responses to Fleegeer Family First LP's First Set of Requests for Production for A. Power's review.	0.70	367.50

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Date	Tkpr	Description	Hours	Amount
01/09/24	CAS	Communications with K. Haass and A. Power regarding internal collection of email (.3); receive data collection from K. Haass (.2); process and de-dupe 250MB pst file (.7); conduct preliminary review to eliminate non-responsive items (.6); load new data into Eclipse database (.5); apply keyword management and persistent highlighting to facilitate more efficient review by attorneys (.3); conduct searches to identify and segregate any emails strictly internal to Porter Hedges for privilege review (.3); create review set for A. Power (.1); communications with A. Power regarding review and findings (.1).	3.10	1,379.50
01/09/24	AJP	Review discovery requests and correspondence from Fleeger and discuss responses with J. Wolfshohl (.5); internal emails and calls with Porter Hedges staff regarding collection of emails in response to document requests (.5); attention to emails with Fleeger and Lenders counsel regarding status of closing documents and open items for each (.3); review lender parties' discovery requests to Fleeger (.1) review and revise draft written responses to Fleeger request for production (.1).	1.50	1,192.50
01/09/24	JWW	Review discovery letter and requests for production (.3); meet with A. Power regarding same and collection of documents and discovery process (.2); conference with A. Power and D. Brickley regarding same (.4); conference with T. Davidson and J. Rovira regarding next steps in sale process and Soukis position on HOA issues (.8); further conferences with D. Brickley and A. Power (.3); emails with Fleeger's counsel and Lenders' counsel regarding discovery and status of closing after hearing (.4).	2.40	2,100.00

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Date	Tkpr	Description	Hours	Amount
01/10/24	CAS	Communications with A. Power and J. Wolfshohl regarding collection of text messages responsive to discovery requests (.2); communications with A. Power regarding document review project (.2).	0.40	178.00
01/10/24	AJP	Calls with J. Wolfshohl regarding document review and discovery responses (.5); emails with K. Starling regarding written responses to discovery (.2); emails with PH staff regarding collection of internal emails and text messages (.4); begin document review and drafting timeline of events for deposition prep (.6).	1.70	1,351.50
01/10/24	JWW	Multiple emails with Fleegeer and Lender counsel regarding sale and closing issues (.5); conference with T. Davidson regarding discovery issues (.2); conference with A. Power regarding same and emails with C. McGee (.3); conference with N. Poli regarding discovery issues related to sale dispute (.3); conference with M. Doran regarding Fidelity information (.2); emails regarding same (.2); all hands conference call with Lender and Fleegeer counsel regarding discovery (.6).	2.30	2,012.50
01/11/24	CAS	Communications with J. Caldwell at Stout regarding collection of email (.2); receive 200MB pst file from J. Caldwell (.2); begin processing new data (.4).	0.80	356.00
01/11/24	AJP	Review lender parties' 30(b)(6) depo notice and emails with D. Brickley regarding same (.1); emails and call with Fleegeer counsel regarding potential emergency hearing on motion to take discovery from Fidelity (.2); attention to emails regarding status of second amendment (.1); continue document review and drafting detailed timeline of events (5.6); call with J. Wolfshohl regarding timeline (.4).	6.40	5,088.00

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Date	Tkpr	Description	Hours	Amount
01/11/24	JWW	Work on discovery issues (1.2); emails and phone conference with A. Power regarding closing issues and next steps with sale hearing (.4); emails regarding issues with data recovery and document review (.5).	2.10	1,837.50
01/12/24	KLS	Review and revise Debtors' letter to the New York state court regarding the adversary trial proceeding (.3); revise initial draft of Debtors' Objections and Responses to Fleegeer Family First LP's First Set of Requests for Production to incorporate comments from A. Power (.5); conduct research regarding [REDACTED] [REDACTED] [REDACTED] (3.4).	4.20	2,205.00
01/12/24	CAS	Email communications with J. Wolfshohl regarding PH collected email (.1); conduct searches in database to locate specific documents for A. Power and J. Wolfshohl (.2); continue processing and de-duping J. Caldwell's email data (.5); conduct preliminary review to eliminate non-responsive data (.3); load J. Caldwell's email into database (.3); create review set of Caldwell's email for A. Power (.3); receive additional PH email collection from K. Haass (.2); process and de-duping additional PH email collection (.7); review additional PH email collection to eliminate non-responsive data (.4); add roughly 300 new documents to database (.4); create review set for A. Power (.2); conduct review of email in database and identify additional duplicate data in 120 records (.5); perform email threading to assist in review (.5).	4.60	2,047.00
01/12/24	AJP	Emails with C. Sakert regarding collection and processing of PH and Stout emails (.5); call with J. Wolfshohl regarding privilege issues and email K. Starling regarding research assignment (.4); continue reviewing PH documents for production (2.4).	3.30	2,623.50

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Date	Tkpr	Description	Hours	Amount
01/12/24	JWW	Phone conference with A. Power regarding discovery related to sale (.1); emails regarding open issues (.3).	0.40	350.00
01/13/24	CAS	Communications with D. Brickey at Stout regarding collection of text messages (.2); receive text messages from Brickey (.1); being processing same (.2).	0.50	222.50
01/13/24	AJP	Review Stout documents for production and finish drafting timeline for D. Brickley depo prep.	3.00	2,385.00
01/15/24	CAS	Finish processing Brickey's text messages and add same to database for A. Power to review (.3); conduct QC in anticipation of production and confirm findings with A. Power (.6); begin preparing documents for production (.6).	1.50	667.50
01/15/24	AJP	Review D. Brickley text messages and emails with C. Sakert regarding document production.	0.30	238.50
01/16/24	CCM	Correspondence with title company regarding status of closing documents.	0.10	54.50
01/16/24	CAS	Finalize production of AVR000001-002192 and prepare download link for service of production on opposing counsel.	0.80	356.00
01/16/24	AJP	Attention to emails regarding extension of Fleeger outside closing date (.1); call with J. Wolfshohl regarding status of document production (.1); emails with C. Sakert regarding document production (.1); review and revise draft of written responses and objections to requests for production (.4); serve discovery responses and production (.1); attention to emails regarding changing D. Brickley deposition time (.1); attention to emails regarding witness and exhibit list for hearing (.1); attention to emails regarding privilege dispute between lenders and Fleeger (.1).	1.10	874.50

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Date	Tkpr	Description	Hours	Amount
01/16/24	JWW	Work on discovery (1.0); phone conferences with M. Giugliano regarding D. Brickley deposition (.5); emails regarding discovery responses (.2); emails with L. Metzger regarding closing and second amendment (.2); conference with A. Power regarding discovery (.2); emails regarding joint privilege issue with Fleegeer and Beyond the Beach (.2).	2.30	2,012.50
01/17/24	AJP	Conference with J. Wolfshohl regarding D. Brickley deposition prep and email D. Brickley outline (.2); review Fleegeer's emergency motion to compel discovery (.1); attention to emails regarding status of closing documents for Fleegeer and Lenders' potential sales (.2); prepare documents for meeting with D. Brickley on deposition prep (.4); meeting with D. Brickley to prepare for deposition (1.5).	2.40	1,908.00
01/17/24	JWW	Review outline of timeline and prepare for meeting with D. Brickley regarding deposition (1.0); meet with D. Brickley regarding deposition preparation (2.0); hearing on various motions regarding discovery (.6); emails and phone conference regarding statement to be filed with Court regarding capital contribution (.3); work on issues related to motion to extend exclusivity (.4).	4.30	3,762.50
01/18/24	CCM	Review Fleegeer title company correspondence (.2); correspondence with J. Wolfshohl and A. Power (.1).	0.30	163.50
01/18/24	AJP	Meet with D. Brickley prior to deposition (.2); review and analyze Lenders' revisions to draft second amendment and email J. Caldwell regarding same (.2); respond to C. McGee about closing documents for back-up sale to Fleegeers (.1); conference with J. Wolfshohl after D. Brickley deposition regarding deposition and hearing preparation (.3).	0.80	636.00

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Date	Tkpr	Description	Hours	Amount
01/18/24	JWW	Meet with D. Brickley in preparation for deposition (.5); attend deposition of R. Johnson (2.8); meet with D. Brickley regarding same (.4); defend D. Brickley deposition (3.0); further meeting with D. Brickley regarding upcoming hearing and sale issues (.3).	7.00	6,125.00
01/19/24	KLS	Prepare Witness/Exhibit List for January 22nd Evidentiary Hearing for A. Power.	0.30	157.50
01/19/24	AJP	Review and approve exhibit list and attention to related emails (.1); attention to emails regarding negotiation over revisions to draft second amendment (.2).	0.30	238.50
01/19/24	JWW	Emails and phone conferences regarding finalizing Second Amendment with Lenders (.4); conference with J. Rovira regarding same (.3); several phone conferences with D. Brickley regarding same (.3); conference with A. Power regarding Monday hearing (.1); attend Fleeger Family Trust deposition (2.0).	3.10	2,712.50
01/20/24	CCM	Review and circulate closing documents from both Fleeger counsel and credit bid counsel to Hunton team.	0.40	218.00
01/22/24	AJP	Call with J. Wolfshohl to prepare for hearing (.3); call with Hunton regarding same (.5); review and revise second amendment to Lenders' asset purchase agreement (.8); listen to D. Brickley's testimony at hearing on motion to modify sale order (1.0).	2.60	2,067.00
01/22/24	JWW	Conference with Hunton regarding PH comments to Second Amendment and related issues (.8); conference with P. Hughes regarding hearing (.2); prepare for hearing with D. Brickley (1.0); attend hearing on motion to amend sale order (5.1).	7.10	6,212.50

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Date	Tkpr	Description	Hours	Amount
01/23/24	AJP	Call with J. Wolfshohl reviewing hearing and discussing comments to second amendment.	0.20	159.00
01/23/24	JWW	Meet with A. Power regarding hearing and next steps with closing (.2); conference with D. Brickley regarding same and related issues (.6); conference with T. Davidson regarding Second Amendment (.3); further conference with T. Davidson regarding same (.2); emails regarding revisions to Second Amendment and status of sending to Lenders (.3).	1.60	1,400.00
01/24/24	CCM	Correspondence with A. Power and J. Wolfshohl regarding status of closing documents.	0.20	109.00
01/24/24	AJP	Attention to emails regarding estimate of taxes for closing and second amendment treatment of tax claims (.2); attention to emails regarding status of open items on closing checklist for lenders' sale (.2); several calls with J. Wolfshohl regarding revisions to second amendment (.5); revise second amendment and circulate new redline (.3).	1.20	954.00
01/24/24	JWW	Phone conference with L. Metzger regarding Second Amendment and resolution of fee dispute (.6); several phone conferences with D. Brickley regarding same (.3); conferences with T. Davidson and J. Rovira regarding Second Amendment and related issues (.3); revise and circulate order on emergency motion and Second Amendment (.5); several further emails and phone conferences with L. Metzger and A. Power regarding same (.7); emails regarding further requested changes to Second Amendment (.2).	2.60	2,275.00
01/25/24	CCM	Correspondence with J. Wolfshohl and A. Power regarding status of closing docs (.2); review, revise and circulate forms of closing documents to title company for review (.4); call with title company (.3); update closing documents for executions and circulate for execution by D. Brickley (1.1).	2.00	1,090.00

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Date 02/09/24
018111-0004
JOSHUA W. WOLFSHOHL

TAX ID# 74-2174193

Date	Tkpr	Description	Hours	Amount
01/25/24	AJP	Attention to emails regarding closing documents for lenders' sale.	0.20	159.00
01/25/24	JWW	Phone conference with L. Metzger regarding status of second amendment, sale order and fee dispute (.3); review proposed revisions to documents and conferences with A. Power and D. Brickley regarding same (.7); further conference with L. Metzger regarding same (.3); emails regarding tax proration and related issues for second amendment (.4).	1.70	1,487.50
01/26/24	CCM	Correspondence with title company regarding drafts of documents and signature pages (.1); correspondence with J. Wolfshohl and A. Power (.1); call with J. Wolfshohl and D. Brickley (.1); call with E. Garfias (.1); review closing documents and prepare final execution package (.5); correspondence with title company regarding their approval of the execution package (.2).	1.10	599.50
01/26/24	AJP	Review lenders' redline to second amendment and discuss with J. Wolfshohl.	0.20	159.00
01/26/24	JWW	Conference with T. Davidson regarding Second Amendment and status of comments (.4); phone conference with D. Brickley regarding same and other open matters in case (.3); further conference with T. Davidson (.1); conference with L. Metzger regarding Second Amendment and fee dispute (.3); several further emails and conference with A. Power regarding same (.6).	1.70	1,487.50
01/29/24	CCM	Correspondence with J. Wolfshohl and A. Power regarding status of closing (.1); correspondence with opposing counsel regarding closing (.2); review title company changes to closing documents and circulate comments thereon (.8); circulate closing documents to Hunton team for review (.1).	1.20	654.00

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Date 02/09/24
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JOSHUA W. WOLFSHOHL

TAX ID# 74-2174193

Date	Tkpr	Description	Hours	Amount
01/29/24	AJP	Review order modifying sale order and discuss with J. Wolfshohl (.2); attention to emails with C. McGee and D. Brickley regarding status of closing in light of sale order (.2); review original sale order language regarding amendments to agreement and emails with J. Wolfshohl regarding same (.2); conference call with Hunton regarding second amendment to lenders' agreement (.3); call with L. Metzger regarding second amendment and attention to follow up emails regarding same and closing timeline (.3); call with J. Rovira about HOA fees for purchase price adjustment (.3); follow up email and call with D. Brickley regarding same (.5); review Soukis' redline of second amendment (.1).	2.10	1,669.50
01/29/24	JWW	Emails regarding closing issues, final signature pages and status of Second Amendment (.6); review order on sale (.2); conference with A. Power regarding closing (.4); conference with Souki's counsel regarding closing and revisions to Second Amendment (.5); several follow-up calls regarding revisions to Second Amendment and next steps in closing (1.2).	2.90	2,537.50
01/30/24	CCM	Correspondence with Hunton regarding closing document review (.2); revise and circulate FIRPTA (.2); call with seller's attorneys regarding closing (.2); meeting with A. Power (.1); correspondence with opposing counsel and debtor's counsel regarding outstanding items and closing documents (1.1).	1.80	981.00
01/30/24	AJP	Several conferences with J. Wolfshohl and call with D. Brickley regarding finalizing second amendment (.9); attention to numerous emails regarding status of closing documents and timing (.6); review notice of appeal and call with L. Metzger regarding same (.2); attention to emails regarding calculation of purchase price adjustment (.3); review emergency motion for stay pending appeal and email D. Brickley regarding same (.2).	2.20	1,749.00

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018111-0004
JOSHUA W. WOLFSHOHL

TAX ID# 74-2174193

Date	Tkpr	Description	Hours	Amount
01/30/24	JWW	Phone conference with T. Davidson regarding final closing issues (.3); phone conference with L. Metzger regarding same and revisions to Second Amendment (.2); review revisions and further discussions with A. Power regarding same and closing (.5); conference with L. Metzger regarding closing issues (.3); emails and conferences with PH team regarding final closing documents, closing logistics and issues with appeal (1.1); review motion for stay pending appeal and emails with CRO regarding same (.3); conferences with CRO regarding closing issues (.5).	3.20	2,800.00
01/31/24	CCM	Correspondence with opposing counsel, debtor's counsel and title company regarding closing (1.2); correspondence with J. Wolfshohl and A. Power regarding second amendment (.3); prepare and send revised signature page packet to D. Brickley (.2); review and circulate outstanding signature pages (.2); review and approve changes to deed (.2); call with J. Wolfshohl and A. Power on outstanding items and follow up related thereto with all parties (.2); call with all parties regarding closing (.2); correspondence regarding proof of funds and calls with D. Dregne, A. Power and J. Wolfshohl related thereto (.3).	2.80	1,526.00
01/31/24	AJP	Call with J. Wolfshohl regarding strategy related to stay pending appeal (.3); legal research regarding same (.4); draft notice of sale and attention to related emails (.2); numerous calls and emails related to closing (1.3).	2.20	1,749.00

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JOSHUA W. WOLFSHOHL

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Date	Tkpr	Description	Hours	Amount
01/31/24	JWW	Phone conference with L. Metzger regarding motion for stay (.2); meet with A. Power regarding same and closing status (.4); conference with T. Davidson and several follow-up emails regarding same (.7); numerous communications with CRO, Lenders and PH team regarding finalizing sale and closing (1.1); closing call (.2); further emails and conferences with PH team and lenders (.8); emails with T. Davidson (.1).	3.50	3,062.50
Total Services			129.50	\$99,661.50

Timekeeper Summary

<u>Attorney/Legal Assistant</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AJP Power, Aaron J.	Partner	39.00	795.00	31,005.00
JWW Joshua W. Wolfshohl	Partner	62.60	875.00	54,775.00
CCM Charles C. McGee	Associate	10.50	545.00	5,722.50
KLS Kenesha L. Starling	Associate	5.20	525.00	2,730.00
CAS Carey A. Sakert	Paralegal	12.20	445.00	5,429.00

Total Disbursements	\$0.00
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Invoice Total	\$99,661.50
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Inv# 559421
Date 02/09/24
018111-0009
JOSHUA W. WOLFSTOHL

AVR AH LLC AND STRUDEL HOLDINGS LLC
CORPORATE RECOVERY SERVICES
ATTN: DOUG BRICKLEY

TAX ID# 74-2174193

Fee/Employment Applications

Invoice Summary

Professional Services	\$9,363.00
Disbursements	0.00
	<hr/>
Total Current Invoice	\$9,363.00
 TOTAL AMOUNT DUE	 <u><u>\$9,363.00</u></u>

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Inv# 559421
Date 02/09/24
018111-0009
JOSHUA W. WOLFSHOHL

TAX ID# 74-2174193

For professional services rendered and related expenses incurred in the above-referenced matter through January 2024, as follows:

Date	Tkpr	Description	Hours	Amount
01/05/24	AJP	Work on December fee statement and attention to related emails.	0.30	238.50
01/08/24	EG	Correspondence on draft PH fifth fee statement.	0.20	69.00
01/08/24	AJP	Review final draft of December fee statement and attention to related emails.	0.10	79.50
01/09/24	EG	Attention to email on finalizing PH's fee statement.	0.10	34.50
01/10/24	EG	Correspondence on PH and Stout's fee statements (.2); finalize and electronically file Stout's fee statement (.3); download and circulate filed version (.1); coordinate service of same (.2).	0.80	276.00
01/10/24	EG	Correspondence on PH and Stout Risius's fee statements (.2); receive, review, and electronically file Stout Risius's fee statement (.2); download and circulate filed copy (.1); coordinate service of same (.2); update case file (.1).	0.80	276.00
01/10/24	AJP	Review Stout fee statement and attention to related emails.	0.10	79.50
01/21/24	AJP	Review the Court's order regarding Souki statement on payment of fees (.1); several calls with J. Wolfshohl regarding motion to amend employment orders (.4); draft motion to amend Porter Hedges and Stout employment orders and J. Wolfshohl amended declaration in support (4.2); revise motion based on comments from J. Wolfshohl and circulate (.3).	5.00	3,975.00
01/21/24	JWW	Phone conferences with A. Power and review and revise motion to amend employment application.	0.50	437.50

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JOSHUA W. WOLFSHOHL

TAX ID# 74-2174193

Date	Tkpr	Description	Hours	Amount
01/22/24	EG	Correspondence on emergency motion to amend employment orders (.2); receive, review, finalize, and electronically file same (.4); download and circulate same (.1); coordinate service of same (.2); update file accordingly (.1); email case manager on submission of same (.1); further emails on Stout's fee statement (.1); electronically file and serve same (.2).	1.40	483.00
01/22/24	AJP	Draft D. Brickley supplemental declaration and revise J. Wolfshohl declaration (.4); review J. Wolfshohl revisions to motion to amend employment orders (.1); final review and revision to motion to amend (.3); review and approve filing of Stout first interim fee application (.1).	0.90	715.50
01/23/24	EG	Correspondence on proposed order to emergency motion requesting amended orders.	0.10	34.50
01/23/24	AJP	Review redline to proposed order on motion to amend employment orders and discuss with J. Wolfshohl.	0.20	159.00
01/23/24	JWW	Phone conference with L. Metzger regarding potential resolution to fee issues and related items (.9); conference with J. Rovira regarding same (.5); further conferences and emails regarding same (.5).	1.90	1,662.50
01/24/24	AJP	Call and emails with J. Wolfshohl regarding proposed revisions to order on motion to amend employment orders to resolve Lenders objection.	0.30	238.50
01/25/24	AJP	Attention to emails regarding lenders' comments to proposed order amending employment order.	0.10	79.50
01/29/24	AJP	Discuss status of Souki funding with J. Wolfshohl and draft second supplemental disclosure.	0.30	238.50

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JOSHUA W. WOLFSHOHL

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Date	Tkpr	Description	Hours	Amount
01/30/24	EG	Correspondence on second supplemental declaration of J. Wolfshohl and D. Brickley (.2); receive, finalize, and electronically file same with court (.3); download and circulate filed version (.1).	0.60	207.00
01/30/24	AJP	Draft second supplemental declaration for D. Brickley and attention to related emails.	0.10	79.50
Total Services			13.80	\$9,363.00

Timekeeper Summary

<u>Attorney/Legal Assistant</u>		<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AJP	Power, Aaron J.	Partner	7.40	795.00	5,883.00
JWW	Joshua W. Wolfshohl	Partner	2.40	875.00	2,100.00
EG	Eliana Garfias	Paralegal	4.00	345.00	1,380.00
Total Disbursements					\$0.00
Invoice Total					\$9,363.00

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Date 02/09/24
018111-0011
JOSHUA W. WOLFSTOHL

AVR AH LLC AND STRUDEL HOLDINGS LLC
CORPORATE RECOVERY SERVICES
ATTN: DOUG BRICKLEY

TAX ID# 74-2174193

Financing/Cash Collateral

Invoice Summary

Professional Services	\$11,370.50
Disbursements	0.00
	<hr/>
Total Current Invoice	\$11,370.50
TOTAL AMOUNT DUE	<u><u>\$11,370.50</u></u>

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018111-0011
JOSHUA W. WOLFSHOHL

TAX ID# 74-2174193

For professional services rendered and related expenses incurred in the above-referenced matter through January 2024, as follows:

Date	Tkpr	Description	Hours	Amount
01/02/24	AJP	Attention to emails regarding status of funding DIP (.2); call with J. Wolfshohl and D. Brickley regarding same (.5).	0.70	556.50
01/03/24	AJP	Review email history and compile outline of dispute over DIP funding.	0.80	636.00
01/04/24	AJP	Calls with J. Wolfshohl and D. Brickley regarding dispute over DIP funding (.6); begin drafting emergency motion to compel DIP funding (2.2).	2.80	2,226.00
01/04/24	JWW	Several conferences with D. Brickley regarding sale issues and DIP funding (1.7); conference with A. Power regarding same and motion to be filed with Court (.8); several phone conferences with J. Rovira and T. Davidson regarding same (1.1); emails with Orrick regarding same issues (.4).	4.00	3,500.00
01/08/24	AJP	Conference call with D. Brickley and J. Wolfshohl regarding status of negotiations on DIP funding and preparation of budget (.8); work on budget for remainder of January and attention to related calls and emails with J. Wolfshohl (1.0).	1.80	1,431.00
01/09/24	AJP	Finalize agenda for call with DIP lenders' counsel (.1); discuss budget issues with J. Wolfshohl prior to call (.2); conference call with DIP lenders counsel regarding go-forward budget and payment of past due amounts directly by C. Souki (.8); revise budget and attention to related emails with J. Wolfshohl (.3).	1.40	1,113.00
01/10/24	AJP	Continue revising proposed budget and email and call with J. Wolfshohl regarding same.	0.50	397.50
01/11/24	AJP	Continue working on go-forward budget (.4); calls and emails with J. Wolfshohl regarding same (.4).	0.80	636.00

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JOSHUA W. WOLFSHOHL

TAX ID# 74-2174193

Date	Tkpr	Description	Hours	Amount
01/17/24	AJP	Review and revise draft of statement regarding C. Souki payment of fees.	0.10	79.50
01/18/24	AJP	Review Beyond the Beach objection to C. Souki payment of fees and email comments to D. Brickley and J. Wolfshohl (.3); call from J. Rovira regarding same (.2).	0.50	397.50
01/19/24	AJP	Review Lenders' objection to Souki's payment of fees.	0.20	159.00
01/22/24	AJP	Call with J. Wolfshohl and Hunton regarding dispute over C. Souki direct payment of professional fees.	0.30	238.50
Total Services			13.90	\$11,370.50

Timekeeper Summary

<u>Attorney/Legal Assistant</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AJP Power, Aaron J.	Partner	9.90	795.00	7,870.50
JWW Joshua W. Wolfshohl	Partner	4.00	875.00	3,500.00

Total Disbursements \$0.00

Invoice Total \$11,370.50

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JOSHUA W. WOLFSTOHL

AVR AH LLC AND STRUDEL HOLDINGS LLC
CORPORATE RECOVERY SERVICES
ATTN: DOUG BRICKLEY

TAX ID# 74-2174193

Adversary Proceedings/Litigation

Invoice Summary

Professional Services	\$280.50
Disbursements	0.00
	<hr/>
Total Current Invoice	\$280.50
 TOTAL AMOUNT DUE	 <u><u>\$280.50</u></u>

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Date 02/09/24
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JOSHUA W. WOLFHOHL

TAX ID# 74-2174193

For professional services rendered and related expenses incurred in the above-referenced matter through January 2024, as follows:

Date	Tkpr	Description	Hours	Amount
01/05/24	MLW	Confer with District Court Clerk regarding Order Striking Designation of Record (.2); update A. Power regarding same (.1).	0.30	121.50
01/16/24	AJP	Attention to emails regarding lenders' missed deadline to file opening appellant's brief.	0.10	79.50
01/17/24	AJP	Attention to emails regarding Lenders' opening appellants' brief and timing for response brief.	0.10	79.50
Total Services			0.50	\$280.50

Timekeeper Summary

<u>Attorney/Legal Assistant</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AJP Power, Aaron J.	Partner	0.20	795.00	159.00
MLW Mitzie L. Webb	Paralegal	0.30	405.00	121.50

Total Disbursements	\$0.00
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Invoice Total	\$280.50
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Date 02/09/24
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JOSHUA W. WOLFSTOHL

AVR AH LLC AND STRUDEL HOLDINGS LLC
CORPORATE RECOVERY SERVICES
ATTN: DOUG BRICKLEY

TAX ID# 74-2174193

Plan and Disclosure Statement

Invoice Summary

Professional Services	\$2,584.50
Disbursements	0.00
	<hr/>
Total Current Invoice	\$2,584.50
 TOTAL AMOUNT DUE	 <u><u>\$2,584.50</u></u>

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018111-0014
JOSHUA W. WOLFSHOHL

TAX ID# 74-2174193

For professional services rendered and related expenses incurred in the above-referenced matter through January 2024, as follows:

Date	Tkpr	Description	Hours	Amount
01/09/24	AJP	Draft second motion to extend exclusivity (1.2); email J. Wolfshohl regarding strategy related to same (.1).	1.30	1,033.50
01/10/24	AJP	Revise motion to extend exclusivity and email Hunton regarding same.	0.30	238.50
01/11/24	AJP	Call with J. Wolfshohl regarding motion to extend exclusivity.	0.10	79.50
01/16/24	AJP	Attention to emails regarding motion to extend exclusivity.	0.10	79.50
01/17/24	AJP	Revise motion to extend exclusivity and email lenders' counsel regarding same.	0.20	159.00
01/19/24	AJP	Attention to emails regarding motion to extend exclusivity and discuss with J. Wolfshohl.	0.30	238.50
01/22/24	EG	Correspondence on second motion to extend exclusivity period (.2); receive, review, finalize, and electronically file same (.4); download and circulate same (.1); coordinate service of same (.2); update file accordingly (.1).	1.00	345.00
01/22/24	AJP	Final review and revisions to motion to extend exclusivity (.2); email case manager regarding hearing on same (.1).	0.30	238.50
01/31/24	EG	Correspondence on notice of sale (.2); receive, finalize, and electronically file same with court (.2); download and circulate filed version (.1).	0.50	172.50
Total Services			4.10	\$2,584.50

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JOSHUA W. WOLFSTOHL

TAX ID# 74-2174193

Timekeeper Summary

<u>Attorney/Legal Assistant</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AJP Power, Aaron J.	Partner	2.60	795.00	2,067.00
EG Eliana Garfias	Paralegal	1.50	345.00	517.50
Total Disbursements				\$0.00
Invoice Total				\$2,584.50

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Date 02/09/24
018111-0018
JOSHUA W. WOLFSTOHL

AVR AH LLC AND STRUDEL HOLDINGS LLC
CORPORATE RECOVERY SERVICES
ATTN: DOUG BRICKLEY

TAX ID# 74-2174193

Hearings

Invoice Summary

Professional Services	\$1,321.50
Disbursements	0.00
	<hr/>
Total Current Invoice	\$1,321.50
 TOTAL AMOUNT DUE	 <u><u>\$1,321.50</u></u>

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JOSHUA W. WOLFSTOHL

TAX ID# 74-2174193

For professional services rendered and related expenses incurred in the above-referenced matter through January 2024, as follows:

Date	Tkpr	Description	Hours	Amount
01/02/24	EG	Review notice of virtual hearing and docketing of same.	0.20	69.00
01/05/24	KLS	Attend Emergency Virtual Hearing regarding Reconsideration of Order Granting Secured Parties' Emergency Motion to Modify Sale Order to Extend Closing Date.	1.40	735.00
01/19/24	EG	Correspondence on witness/exhibit list filing related to the January 22nd hearing (.2); discuss same with M. Webb (.1); receive, review, and electronically file same with court (.2); download and circulate filed version (.1); update file (.1).	0.70	241.50
01/23/24	EG	Correspondence on hearing of emergency motion.	0.10	34.50
01/24/24	EG	Draft, circulate, and electronically file notice of hearing (.3); download and circulate filed version (.1); update file accordingly and coordinate service of same (.2); follow up emails with case manager on submission of same (.1).	0.70	241.50
Total Services			3.10	\$1,321.50

Timekeeper Summary

<u>Attorney/Legal Assistant</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
KLS Kenesha L. Starling	Associate	1.40	525.00	735.00
EG Eliana Garfias	Paralegal	1.70	345.00	586.50
Total Disbursements				\$0.00

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Invoice Total

\$1,321.50

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Date 02/09/24
018111-0020
JOSHUA W. WOLFSTOHL

AVR AH LLC AND STRUDEL HOLDINGS LLC
CORPORATE RECOVERY SERVICES
ATTN: DOUG BRICKLEY

TAX ID# 74-2174193

Reporting

Invoice Summary

Professional Services	\$525.00
Disbursements	0.00
	<hr/>
Total Current Invoice	\$525.00
 TOTAL AMOUNT DUE	 <u><u>\$525.00</u></u>

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JOSHUA W. WOLFSHOHL

TAX ID# 74-2174193

For professional services rendered and related expenses incurred in the above-referenced matter through January 2024, as follows:

Date	Tkpr	Description	Hours	Amount
01/22/24	EG	Correspondence on monthly operating reports (.1); receive, review, and electronically file same (.3); download and circulate filed versions (.1); update file accordingly (.1).	0.60	207.00
01/22/24	AJP	Review December MOR and emails and call with J. Caldwell regarding revisions.	0.40	318.00
Total Services			1.00	\$525.00

Timekeeper Summary

<u>Attorney/Legal Assistant</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AJP Power, Aaron J.	Partner	0.40	795.00	318.00
EG Eliana Garfias	Paralegal	0.60	345.00	207.00
Total Disbursements				\$0.00
Invoice Total				\$525.00